

997000005541

RITTER & CHUSID

ATTORNEYS AT LAW

THE NATIONSBANK PLAZA

7000 WEST PALMETTO PARK ROAD, SUITE 400

BOCA RATON, FLORIDA 33433

GREGORY J. RITTER
MITCHEL CHUSID*
KEITHA. GOLDBLUM

(561) 394-2180
BROWARD: (954) 920-0223
FAX: (561) 394-2582

DADE OFFICE:
SUITE 1020
INGRAHAM BUILDING
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131

OF COUNSEL:
STACY J. RITTER
WARREN J. KOZLOW
CAROLYN ANNE PICKARD

January 13, 1997

*Also Admitted in New York

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400002057134--1
-01/14/97--01122--009
****122.50 ****122.50

Re: BOCA E.N.T. - HEAD & NECK PHYSICIANS, P.A.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for Boca E.N.T. - Head & Neck Physicians, P.A., together with our office check in the amount of \$122.50 payable to the Secretary of State, representing the filing fees.

Please return the certified copy to my attention.

Should you have any questions, please contact me. Thank you for your prompt attention to this matter.

Very truly yours,


Gregory J. Ritter

GJR:cm

Enclosures

12/1-97
FILED
97 JAN 14 PM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BOCA E.N.T. - HEAD & NECK PHYSICIANS, P.A.

THE UNDERSIGNED, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:

BOCA E.N.T. - HEAD & NECK PHYSICIANS, P.A. (the "Corporation")

FILED
97 JAN 14 PM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in every aspect of the practice of medicine. The professional services rendered by the Corporation may be rendered only through individuals duly licensed to render professional services as physicians under the laws of the State of Florida as defined in Chapter 621, Florida Statutes. The Corporation shall not engage in any business other than the practice of medicine. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds or any other type of investment and may own real and personal property necessary for the rendering of professional medical services.

The common stock of the Corporation may not be issued to anyone other than an individual who is duly licensed to render professional medical services. No shareholder of the Corporation shall enter into a voting trust agreement or other type of agreement vesting any other person with the authority to exercise the voting power of any or all of his shares of common stock of the Corporation.

ARTICLE III

CAPITAL STOCK

The total authorized capital stock of the Corporation is one thousand (1,000) shares of Common Stock, par value One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of the Corporation in the State of Florida is 9960 Central Park Boulevard, Suite 303, Boca Raton, Florida 33497. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI

NUMBER OF DIRECTORS

The Corporation shall have not less than one (1) Director.

ARTICLE VII

FIRST BOARD OF DIRECTORS

The name and street address of the initial member of the Board of Directors are:

Dr. Daniel Schuman
9960 Central Park Boulevard
Suite 303
Boca Raton, Florida 33497

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Gregory J. Ritter, Esquire, c/o Ritter & Chusid, 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, and the name of the initial registered agent of the Corporation at that address is Gregory J. Ritter, Esquire.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
13th day of January, 199⁷.



Gregory J. Ritter, Esq.

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 13th
day of January, 199⁷, by Gregory J. Ritter, Esq. as incorporator to
these Articles, who is personally known to me or who has produced
_____ as identification and who did not take an
oath.

My Commission Expires:



NOTARY PUBLIC, State of Florida
Print name: Cynthia C. Mendoza



Cynthia C. Mendoza
MY COMMISSION # CC577313 EXPIRES
August 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
91 JAN 14 PM 8 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, Florida Statutes, the following is submitted:

BOCA E.N.T. - HEAD & NECK PHYSICIANS, P.A., a corporation being organized under the laws of the State of Florida, designates 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, as its registered office and has named GREGORY J. RITTER as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for BOCA E.N.T. - HEAD & NECK PHYSICIANS, P.A. at the place designated in this Certificate, I hereby agree to act in such capacity and agree to comply with the provisions of said Act with respect to keeping such office open.

By: 
REGISTERED AGENT